

# **EXHIBIT 2**

**AMENDMENT NO. 3  
TO DC COMICS PARTNERSHIP AGREEMENT**

**THIS AMENDMENT NO. 3** (the “Amendment No. 3”), dated August 13, 2015, and effective as of August 13, 2015, by and between Warner Communications LLC, a Delaware limited liability company (“WC LLC”), and E.C. Publications, Inc., a New York corporation (“EC”) and subsidiary of WC LLC, to the DC Comics Partnership Agreement dated as of June 30, 1992 between Warner Communications Inc. (“WCI”), a Delaware corporation and predecessor to WC LLC, and EC, as amended by Amendment No.1 dated September 22, 2003 and effective as of March 31, 2003 and Amendment No. 2 dated June 27, 2014 and effective as of December 31, 2013 (the “Partnership Agreement”).

WHEREAS, DC Comics, a New York general partnership (the “Partnership”), was formed pursuant to the Partnership Agreement;

WHEREAS, on April 10, 2015, the Partnership relocated its principal and chief executive office from 1700 Broadway, New York, NY 10019 to 2900 West Alameda Avenue, Burbank, CA 91505;

WHEREAS, pursuant to Section 1.5 of the Partnership Agreement, all of the general partners are required to agree in writing to a new location for the Partnership’s principal and chief executive office;

WHEREAS, the general partners now desire to amend the Partnership Agreement and file an Amended Business Certificate with the Clerk of the County of New York to change the Partnership’s principal and chief executive office address to 2900 West Alameda Avenue, Burbank, CA 91505;

NOW THEREFORE, for good and valuable consideration, the receipt and adequacy of which we hereby acknowledge, it is hereby agreed:

1. The general partners of the Partnership are EC and WC LLC, each with a 50% interest, subject to the terms and conditions of the Partnership Agreement, as amended by this Amendment No. 3.

2. Section 1.5 of the Partnership Agreement is hereby amended to reflect the new location of the Partnership’s principal and chief executive office at 2900 West Alameda Avenue, Burbank, CA 91505.

3. The addresses to be used for the purposes of notices, requests, demands and other communications pursuant to Section 10 of the Partnership Agreement shall be as follows:

If to the Partnership, to

DC Comics  
2900 West Alameda Avenue  
Burbank, CA 91505

If to EC, to

E.C. Publications, Inc.  
2900 West Alameda Avenue  
Burbank, CA 91505

If to WCLLC, to

Warner Communications LLC  
One Time Warner Center  
New York, NY 10019

4. This Amendment No. 3 may be executed in counterparts, each of which shall be an original, with the same effect as if the signatures were on the same instrument. This Amendment No. 3 shall become effective when each party hereto shall have received a counterpart hereof signed by the other parties hereto.

IN WITNESS WHEREOF, the parties hereto have duly executed and delivered this Amendment No. 3 the date and year first above written.

E.C. PUBLICATIONS, INC., Partner

By:   
Name: Brenda C. Karickhoff  
Title: Senior Vice President

WARNER COMMUNICATIONS LLC,  
Partner

By:   
Name: Brenda C. Karickhoff  
Title: Senior Vice President